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Entered on Docket  
September 27, 2011

A handwritten signature in black ink, appearing to read "R. B."

Hon. Linda B. Riegle  
United States Bankruptcy Judge

5  
LEWIS AND ROCA LLP  
6 Robert M. Charles, Jr. (NV 6593)  
John Hinderaker (AZ 018024)  
7 Marvin Ruth (NV 10979)  
3993 Howard Hughes Parkway, Ste. 600  
8 Las Vegas, Nevada 89169-5996  
Telephone (702) 949-8320  
9 Facsimile (702) 949-8321  
Email: [rcharles@lrlaw.com](mailto:rcharles@lrlaw.com)  
10 [jhinderaker@lrlaw.com](mailto:jhinderaker@lrlaw.com)  
mruth@lrlaw.com

11 *Attorneys for USACM Liquidating Trust*

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13 **UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

14 In re:

15 USA COMMERCIAL MORTGAGE  
16 COMPANY,

17 Debtor.

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19 Case No. BK-S-06-10725-LBR  
Chapter 11

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26 **Order Sustaining Tenth Omnibus  
Objection Of USACM Trust To Proofs Of  
Claim Based In Part Upon Investment In  
The Brookmere Matteson Loan**

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Hearing Date: August 30, 2011  
Hearing Time: 10:30 a.m.

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The Court having considered the "Tenth Omnibus Objection Of USACM Trust To  
Proofs Of Claim Based In Whole or In Part Upon Investment in The Brookmere Matteson  
Loan," ("Brookmere Matteson Loan") [DE 8663] (the "Objection"); the Court having  
heard the Objection on August 30, 2011; appropriate notice of the Objection having been  
given; no response to the Objection having been filed; the Court noting on the record

1 that the disallowance of the Claims listed on **Exhibit A** does not affect the direct lenders'  
2 right to repayment by the borrower or from the collateral securing the Brookmere  
3 Matteson Loan; and good cause appearing:

4 **IT IS ORDERED** that:

5 1. The Objection [DE 8663] is sustained; and  
6 2. The claims listed on **Exhibit A** attached are disallowed to the extent those  
7 claims are based upon an investment in the Brookmere Matteson Loan.

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9 PREPARED AND RESPECTFULLY SUBMITTED BY:

10 **LEWIS AND ROCA LLP**  
11

12 By /s/ John Hinderaker (AZ #018024)

13 Robert M. Charles, Jr.  
14 John Hinderaker (*pro hac vice*)  
15 3993 Howard Hughes Parkway, Ste. 600  
16 Las Vegas, Nevada 89169-5996  
17 Telephone: (702) 949-8320  
18 Facsimile: (702) 949-8321

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*Attorneys for USACM Liquidating Trust*

## LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

This Court has waived the requirement set forth in LR 9021(b)(1).

xxx No party appeared at the hearing or filed an objection to the motion.

I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

**Counsel appearing:** \_\_\_\_\_

I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:

LEWIS AND ROCA LLP

By: /s/ *John Hinderaker*. (AZ #018024)

## Attorneys for USACM Liquidating Trust

# # #

**Brookmere/Matteson  
Multiple Loan Claims**

Claim	Date Claim was Filed	Name	Address	Total Claim Amount	Approximate Amount Subject to Objection Because it Relates to an Investment In the Brookmere/Matteson \$27,050,000 Loan
10725-02276	1/12/2007	Teeter, Robert G	5301 Beethoven Street, Suite 160 Los Angeles, CA 90066	134,369.22	6,165.00
10725-02416	1/22/2007	Topp, Gerry	PO Box 3008 Grass Valley, CA 95945	521,406.20	12,241.81
10725-01922	1/10/2007	Westbrook, Connie	14320 Ghost Rider Dr Reno, NV 89511	296,907.84	7,474.86
10725-02279	1/12/2007	Winkler Family Trust Dtd 3/13/86	Carmel & Rudolf Winkler Trustee 10000 Rossbury PL Los Angeles, CA 90064	1,210,635.98	24,483.61
10725-02280	1/12/2007	Winkler Family Trust Dtd 3/13/86	Carmel Winkler Tees 10000 Rossbury PL Los Angeles, CA 90064	260,430.44	6,120.90
10725-01643	12/11/2006	Winkler, Carmel Ttee Of Winkler Family Trust	10000 Rossbury PL Los Angeles, CA 90064	32,254.00	1,531.00
10725-01283	11/10/2006	X Factor Inc	4012 South Rainbow Boulevard Suite D92 Las Vegas, NV 89103-2010	Unknown	Unknown
10725-00961	1/1/2006	Yerushalmi, Mazal	8904 Greensboro LN Las Vegas, NV 89134-0502	314,598.00	24,423.60

**EXHIBIT A**